

18th September, 2018

To,

Dept. of Corporate Services
BSE Limited
Floor 25, PJ Towers,
Dalal Street,
Mumbai- 400001.

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051.

Scrip Code: 540901

Symbol: PRAXIS

Dear Sir / Madam,

Sub.: Proceedings of Seventh Annual General Meeting of the Members of the Company held on 18th September, 2018.

Ref.: Disclosure pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform that Seventh Annual General Meeting of the Company was held today, i.e. Tuesday, 18th September, 2018 at 10:30 AM at Sunville Banquet & Conference, 9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400018 ("**the Meeting**").

In this regard, we enclose herewith the following:

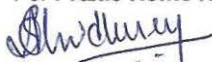
1. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**;
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II**;
3. Report of Scrutiniser dated 18th September, 2018 on Remote e-voting and voting conducted through Ballot Paper at the Meeting.

The above reports are also being uploaded on the Company's website.

Kindly take the aforesaid on records and acknowledge receipt of the same.

Thanking you,

Yours Faithfully,
For **Praxis Home Retail Limited**


Smita Chowdhury

Company Secretary & Compliance Officer



Encl: a/a

Annexure – I

Summary of the proceedings of the Seventh Annual General Meeting of the Members of Praxis Home Retail Limited (“the Company”)

The Seventh Annual General Meeting (“AGM”) of the Members of the Company was held on Tuesday, 18th September, 2018 at 10:30 AM at Sunville Banquet & Conference, 9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400018 and concluded at 12:00 Noon.

Mr. Viraj Didwania, Chairman & Managing Director of the Company chaired the Meeting. Since the requisite quorum was present, the Chairman called the Meeting in order. Total of 53 Members were present in person or through proxy at the AGM. All the Directors were present at the AGM. The Notice convening AGM along with the Statement was taken as read.

The Chairperson delivered his speech to the Members. The Chairperson for the Meeting took up the items of Ordinary Business and Special Business before the AGM, as listed under Sr. No. 1 to 15 below. For the businesses listed at serial no. 3 to 4 Mr. S. Subramanian occupied the Chair,

The Chairperson informed the Meeting that the facility of remote e-voting was made available from Saturday, 15th September, 2018 (9:00 AM) till Monday, 17th September, 2018 (5:00 PM) and the facility of voting through Ballot Paper had been provided at the AGM venue to those who did not cast their votes through remote e-voting. The following items of business, as per the Notice of the AGM were transacted at the meeting:

Sr. No.	Resolution	Resolution Type
Ordinary Business		
1	To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31 st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2	To approve the continued appointment of M/s. Pathak H.D. & Associates, Chartered Accountants as the Statutory Auditors of the Company for their remaining tenure without ratification	Ordinary
Special Business		
3	Appointment of Mr. Viraj Didwania as a Director of the Company	Ordinary
4	Approval for revision in remuneration of Mr. Viraj Didwania as Chairman & Managing Director of the Company	Special
5	Appointment of Mr. Shrirang Sarda as Non-Executive Non-Independent Director of the Company	Ordinary
6	Appointment of Mr. Pankaj Bhargava as Independent Director of the Company	Ordinary
7	Appointment of Mr. Shantanu Shah as Independent Director of the Company	Ordinary
8	Appointment of Mr. S. Subramanian as Independent Director of the Company	Ordinary



9	Appointment of Ms. Sridevi Badiga as Independent Director of the Company	Ordinary
10	Approval of Praxis Share Value Appreciation Rights, Plan - 2018 and Grant of Share Based Employee Benefits thereof	Special
11	Grant of Employee Stock Options / Share Value Appreciation Rights to the Employees of the Subsidiary Company(ies), if any, of the Company under Praxis Home Retail Limited Share Value Appreciation Rights, Plan – 2018	Special
12	Grant of Employee Stock Options/Share Value Appreciation Rights, to the Employees of Company and that of the Subsidiary Company(ies) (if any) by way of secondary acquisition under Praxis Home Retail Limited Share Value Appreciation Rights, Plan – 2018	Special
13	Approval of the Trust Route for Implementation of ' Praxis Home Retail Limited Share Value Appreciation Rights, Plan- 2018 ("Praxis SVAR Plan - 2018" / "Plan")	Special
14	Approve Provision of Money by the Company for Purchase of its own Shares by the Trust/Trustees for the Benefit of Employees under Praxis Home Retail Limited Share Value Appreciation Rights Plan – 2018 ("Praxis SVAR Plan - 2018" / "Plan")	Special
15	Approval for entering into Related Party Transaction(s) for the financial year 2018-19	Ordinary

Clarifications / Responses were provided to the queries raised by the Members at the Meeting.

The Board of Directors had appointed Mr. Anant Gude, Proprietor M/s. Anant & Associates, Practicing Company Secretary, Mumbai as the Scrutinizer to supervise the Remote e -voting and Polling process at the AGM. As per the Scrutinizer's Report received by the Company, all the Resolutions as set out in the Notice of the said AGM have been passed by the Members with requisite majority.



Annexure – II

Details of Voting Results

(Combined results of votes cast by Remote E-voting as provided by NSDL and the polling process at the Meeting)

Day & Date of the Meeting	Tuesday, 18th September, 2018 (Seventh Annual General Meeting)
Total number of Shareholders on record date	12th September, 2018 was cut-off date for reckoning the voting rights of the Shareholders Total Number of Shareholders: 32578
No. of shareholders present in the meeting either in person or through proxy:	53
Promoters and Promoter Group:	3
Public:	50
No. of Shareholders attended the meeting through Video Conferencing	No Video Conferencing facility was provided
Promoters and Promoter Group:	
Public:	
Mode of voting:	Remote e-voting and the Ballot voting at the Meeting



Annexure – II continued

Resolution Required : (Ordinary)			1. To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31 st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1610316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1610316	0	100.0000	0.0000
Public Non Institutions	E-Voting	7234156	4338636	59.9743	4338636	0	100.0000	0.0000
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359531	60.2631	4359531	0	100.0000	0.0000
Total		24633208	19971103	81.0739	19971103	0	100.0000	0.0000



Resolution Required : (Ordinary)			2. The continued appointment of M/s. Pathak H.D. & Associates, Chartered Accountants as the Statutory Auditors of the Company for their remaining tenure without ratification					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={(2)/[1]}*100	[4]	[5]	[6]={(4)/[2]}*100	[7]={(5)/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1610316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1610316	0	100.0000	0.0000
Public Non Institutions	E-Voting	7234156	4338629	59.9742	4338600	29	99.9993	0.0007
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359524	60.2630	4359495	29	99.9993	0.0007
Total		24633208	19971096	81.0739	19971067	29	99.9999	0.0001



Resolution Required : (Ordinary)			3. Appointment of Mr. Viraj Didwania as a Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1423306	187010	88.3868	11.6132
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1423306	187010	88.3868	11.6132
Public Non Institutions	E-Voting	7234156	4338626	59.9742	4338620	6	99.9999	0.0001
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359521	60.2630	4359515	6	99.9999	0.0001
Total		24633208	19971093	81.0739	19784077	187016	99.0636	0.9364



Resolution Required : (Special)			4. Approval for revision in remuneration of Mr. Viraj Didwania as Chairman & Managing Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1572462	37854	97.6493	2.3507
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1572462	37854	97.6493	2.3507
Public Non Institutions	E-Voting	7234156	4320362	59.7217	4320301	61	99.9986	0.0014
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4341257	60.0105	4341196	61	99.9986	0.0014
Total		24633208	19952829	80.9997	19914914	37915	99.8100	0.1900



Resolution Required : (Ordinary)			5. Appointment of Mr. Shrirang Sarda as Non-Executive Non-Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1610316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1610316	0	100.0000	0.0000
Public Non Institutions	E-Voting	7234156	4338624	59.9742	4338618	6	99.9999	0.0001
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359519	60.2630	4359513	6	99.9999	0.0001
Total		24633208	19971091	81.0739	19971085	6	100.0000	0.0000



Resolution Required : (Ordinary)			6. Appointment of Mr. Pankaj Bhargava as Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1610316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1610316	0	100.0000	0.0000
Public Non Institutions	E-Voting	7234156	4338624	59.9742	4338618	6	99.9999	0.0001
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359519	60.2630	4359513	6	99.9999	0.0001
Total		24633208	19971091	81.0739	19971085	6	100.0000	0.0000



Resolution Required : (Ordinary)			7. Appointment of Mr. Shantanu Shah as Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1610316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1610316	0	100.0000	0.0000
Public Non Institutions	E-Voting	7234156	4338619	59.9741	4338613	6	99.9999	0.0001
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359514	60.2629	4359508	6	99.9999	0.0001
Total		24633208	19971086	81.0738	19971080	6	100.0000	0.0000



Resolution Required : (Ordinary)			8. Appointment of Mr. S. Subramanian as Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1610316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1610316	0	100.0000	0.0000
Public Non Institutions	E-Voting	7234156	4338627	59.9742	4338621	6	99.9999	0.0001
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359522	60.2630	4359516	6	99.9999	0.0001
Total		24633208	19971094	81.0739	19971088	6	100.0000	0.0000



Resolution Required : (Ordinary)			9. Appointment of Ms. Sridevi Badiga as Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1610316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1610316	0	100.0000	0.0000
Public Non Institutions	E-Voting	7234156	4338624	59.9742	4338618	6	99.9999	0.0001
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359519	60.2630	4359513	6	99.9999	0.0001
Total		24633208	19971091	81.0739	19971085	6	100.0000	0.0000



Resolution Required : (Special)			10. Approval of Praxis Share Value Appreciation Rights, Plan - 2018 and Grant of Share Based Employee Benefits thereof					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	14001256	14001150	99.9992	14001150	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001150	99.9992	14001150	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1572462	37854	97.6493	2.3507
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1572462	37854	97.6493	2.3507
Public Non Institutions	E-Voting	7234156	4338629	59.9742	4338589	40	99.9991	0.0009
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359524	60.2630	4359484	40	99.9991	0.0009
Total		24633208	19970990	81.0734	19933096	37894	99.8103	0.1897



Resolution Required : (Special)			11. Grant of Employee Stock Options / Share Value Appreciation Rights to the Employees of the Subsidiary Company(ies), if any, of the Company under Praxis Home Retail Limited Share Value Appreciation Rights, Plan – 2018					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1572462	37854	97.6493	2.3507
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1572462	37854	97.6493	2.3507
Public Non Institutions	E-Voting	7234156	4338636	59.9743	4338568	68	99.9984	0.0016
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359531	60.2631	4359463	68	99.9984	0.0016
Total		24633208	19971103	81.0739	19933181	37922	99.8101	0.1899



Resolution Required : (Special)			12. Grant of Employee Stock Options/Share Value Appreciation Rights, to the Employees of Company and that of the Subsidiary Company(ies) (if any) by way of secondary acquisition under Praxis Home Retail Limited Share Value Appreciation Rights, Plan – 2018					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1572462	37854	97.6493	2.3507
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1572462	37854	97.6493	2.3507
Public Non Institutions	E-Voting	7234156	4338622	59.9741	4338578	44	99.9990	0.0010
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359517	60.2629	4359473	44	99.9990	0.0010
Total		24633208	19971089	81.0738	19933191	37898	99.8102	0.1898



Resolution Required : (Special)			13. Approval of the Trust Route for Implementation of 'Praxis Home Retail Limited Share Value Appreciation Rights, Plan- 2018 ("Praxis SVAR Plan - 2018" / "Plan")					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1572462	37854	97.6493	2.3507
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1572462	37854	97.6493	2.3507
Public Non Institutions	E-Voting	7234156	4338627	59.9742	4338611	16	99.9996	0.0004
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359522	60.2630	4359506	16	99.9996	0.0004
Total		24633208	19971094	81.0739	19933224	37870	99.8104	0.1896



Resolution Required : (Special)			14.Approve Provision of Money by the Company for Purchase of its own Shares by the Trust/Trustees for the Benefit of Employees under Praxis Home Retail Limited Share Value Appreciation Rights Plan – 2018 (“Praxis SVAR Plan - 2018” / “Plan”)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	14001256	100.0000	14001256	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14001256	100.0000	14001256	0	100.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1572462	37854	97.6493	2.3507
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1572462	37854	97.6493	2.3507
Public Non Institutions	E-Voting	7234156	4338627	59.9742	4338608	19	99.9996	0.0004
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359522	60.2630	4359503	19	99.9996	0.0004
Total		24633208	19971094	81.0739	19933221	37873	99.8104	0.1896



Resolution Required : (Ordinary)			15. Approval for entering into Related Party Transaction(s) for the financial year 2018-19					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14001256	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	3397796	1610316	47.3930	1610316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1610316	47.3930	1610316	0	100.0000	0.0000
Public Non Institutions	E-Voting	7234156	4338627	59.9742	4338606	21	99.9995	0.0005
	Poll		20895	0.2888	20895	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4359522	60.2630	4359501	21	99.9995	0.0005
Total		24633208	5969838	24.2349	5969817	21	99.9996	0.0004





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SCRUTINIZER'S REPORT

To,
The Chairperson of
**the Seventh Annual General Meeting ("AGM") of the Members of
Praxis Home Retail Limited**

held on Tuesday, 18th September, 2018 at 10:30 a.m. at Sunville Banquet & Conference,
9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400 018

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 28th May, 2018, has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-voting process and Ballot voting conducted at the AGM for all the Resolutions as set out in the Notice of the AGM.
2. In compliance with the provisions of section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the applicable provisions of Secretarial Standards issued by ICSI as amended from time to time, the Company had provided its Members the Remote e-voting facility as provided by the National Securities Depository Limited ("NSDL") for all the Resolutions as set out in the Notice of the AGM.
3. Further, the facility for voting through Ballot Paper was also made available at the AGM for those Members / Proxy Holders who attended the AGM and had not cast their vote through Remote e-voting.
4. I submit my report as under:
 - 4.1 The Company had given the Ballot Paper to the Members / Proxy Holders who were present at the AGM held on Tuesday, 18th September, 2018 at 10:30 a.m. at Sunville Banquet & Conference, 9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400 018.
 - 4.2 Particulars of all the Ballot Papers received from the Members and the votes cast by electronic mode have been entered in the register maintained for the purpose.
 - 4.3 The Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Ballot Papers.
 - 4.4 The ballot boxes were opened in my presence.
 - 4.5 The ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 12th September, 2018 ("cut-off date").
 - 4.6 I did not find any defaced or mutilated Ballot Papers.





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4.7 The Remote e-voting period had commenced on Saturday, 15th September, 2018 at (9:00 a.m.) and ended on Monday 17th September, 2018 at (5:00 p.m.).

4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 17th September, 2018 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 18th September, 2018 at 12:14 p.m. in the presence of two witnesses, Mr. Chetan Dalal and Mr. Arpit Maheshwari who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Chetan Dalal

Name: Arpit Maheshwari

4.9 The Remote e-voting data was scrutinized by me for verification of the votes cast in favour and against the Resolutions, as set in the Notice of the AGM.

5. A summary of the combined voting results of the votes cast through Ballot Papers received and Remote e-voting is given as "**Annexure 1**".

6. I have handed over the Ballot Papers and other related papers/ registers and records for the safe custody to the Chairperson who has been authorized by the Board to supervise the Ballot process.

7. On the basis of the scrutiny of the votes cast by Ballot Papers and through Remote e-voting, the Resolution no. 1 to Resolution no. 15 as set out in the Notice of the AGM have been passed by the Members of the Company with the requisite majority.

You may accordingly declare the aforesaid voting result of votes cast through Remote e-voting and Ballot Papers.

Thanking you,

FOR ANANT GUDE & ASSOCIATES
Practicing Company Secretary

Anant Gude
Proprietor
Membership No. 7219 / CP No. 18623



Date : 18th September, 2018
Place : Mumbai



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Annexure 1

RESOLUTION – 1

ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	111	19950208	22	20895	133	19971103	100.00
Voted against the Resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	3	72215	3	72215	-

RESOLUTION – 2

APPROVAL OF CONTINUATION OF M/S PATHAK H.D. & ASSOCIATES, CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY FOR THEIR REMAINING TENURE WITHOUT RATIFICATION

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	108	19950172	22	20895	130	19971067	100.00
Voted against the Resolution	2	29	0	0	2	29	0.00
Invalid Votes	0	0	3	72215	3	72215	-





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RESOLUTION – 3

APPOINTMENT OF MR. VIRAJ DIDWANIA AS A DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	106	19763182	22	20895	128	19784077	99.06
Voted against the Resolution	3	187016	0	0	3	187016	0.94
Invalid Votes	0	0	3	72215	3	72215	-

RESOLUTION – 4

APPROVAL FOR REVISION IN THE REMUNERATION PAYABLE TO MR. VIRAJ DIDWANIA, CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	96	19894019	22	20895	118	19914914	99.81
Voted against the Resolution	12	37915	0	0	12	37915	0.19
Invalid Votes	0	0	3	72215	3	72215	-





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RESOLUTION – 5

APPOINTMENT OF MR. SHRIRANG SARDA AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	106	19950190	22	20895	128	19971085	100.00
Voted against the Resolution	2	6	0	0	2	6	0.00
Invalid Votes	0	0	3	72215	3	72215	-

RESOLUTION – 6

APPOINTMENT OF MR. PANKAJ BHARGAVA AS INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	106	19950190	22	20895	128	19971085	100.00
Voted against the Resolution	2	6	0	0	2	6	0.00
Invalid Votes	0	0	3	72215	3	72215	-





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RESOLUTION – 7

APPOINTMENT OF MR. SHANTANU SHAH AS INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	105	19950185	22	20895	127	19971080	100.00
Voted against the Resolution	2	6	0	0	2	6	0.00
Invalid Votes	0	0	3	72215	3	72215	-

RESOLUTION – 8

APPOINTMENT OF MR. S. SUBRAMANIAN AS INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	107	19950193	22	20895	129	19971088	100.00
Voted against the Resolution	2	6	0	0	2	6	0.00
Invalid Votes	0	0	3	72215	3	72215	-





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RESOLUTION – 9

APPOINTMENT OF MS. SRIDEVI BADIGA AS INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	106	19950190	22	20895	128	19971085	100.00
Voted against the Resolution	2	6	0	0	2	6	0.00
Invalid Votes	0	0	3	72215	3	72215	-

RESOLUTION – 10

APPROVAL OF PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN – 2018 AND GRANT OF SHARE BASED EMPLOYEE BENEFITS THEREOF

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	99	19912201	22	20895	121	19933096	99.81
Voted against the Resolution	10	37894	0	0	10	37894	0.19
Invalid Votes	0	0	3	72215	3	72215	-





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RESOLUTION – 11

GRANT OF EMPLOYEE STOCK OPTIONS/SHARE VALUE APPRECIATION RIGHTS TO THE EMPLOYEES OF THE SUBSIDIARY COMPANY (IES), IF ANY, OF THE COMPANY, UNDER PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN – 2018

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	98	19912286	22	20895	120	19933181	99.81
Voted against the Resolution	13	37922	0	0	13	37922	0.19
Invalid Votes	0	0	3	72215	3	72215	-

RESOLUTION – 12

GRANT OF EMPLOYEE STOCK OPTIONS/SHARE VALUE APPRECIATION RIGHTS TO THE EMPLOYEES OF THE COMPANY AND THAT OF THE SUBSIDIARY COMPANY (IES), IF ANY, BY WAY OF SECONDARY ACQUISITION UNDER PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN – 2018

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	98	19912296	22	20895	120	19933191	99.81
Voted against the Resolution	12	37898	0	0	12	37898	0.19
Invalid Votes	0	0	3	72215	3	72215	-





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RESOLUTION – 13

APPROVAL OF THE TRUST ROUTE FOR IMPLEMENTATION OF PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN – 2018

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	100	19912329	22	20895	122	19933224	99.81
Voted against the Resolution	9	37870	0	0	9	37870	0.19
Invalid Votes	0	0	3	72215	3	72215	-

RESOLUTION – 14

APPROVAL TO PROVISION OF MONEY BY THE COMPANY FOR PURCHASE OF ITS OWN SHARES BY THE TRUST/TRUSTEES FOR THE BENEFITS OF THE EMPLOYEES UNDER PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN – 2018

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	99	19912326	22	20895	121	19933221	99.81
Voted against the Resolution	10	37873	0	0	10	37873	0.19
Invalid Votes	0	0	3	72215	3	72215	-





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RESOLUTION – 15

APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTION(S) FOR THE FINANCIAL YEAR 2018-19

Particulars	Remote e-voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members / Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	74	5948922	22	20895	96	5969817	100.00
Voted against the Resolution	4	21	0	0	4	21	0.00
Invalid Votes	0	0	3	72215	3	72215	-

